

RECORDATION NO. 27722 FILED

NOV 13 '08 -8 00 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.

SUITE 301
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

November 13, 2008

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of August 22, 2008, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The Andersons, Inc.
480 W. Dussel Drive
Maumee, OH 43537

Lessee: Cargill, Inc.
15407 McGinty Road West
Wayzata, MN 55391

Anne K. Quinlan, Esquire
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A description of the railroad equipment covered by the enclosed document is:

10 boxcars within the series BAEX 207 - BAEX 256 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 22nd day of August, 2008, by and between **The Andersons, Inc.**, an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, Ohio 43537 (hereinafter "Lessor") and **Cargill, Inc.**, a Delaware corporation, having its principal place of business at 15407 McGinty Road West, Wayzata, Minnesota 55391-2399 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated June 19, 1995 (the "Master Lease"), and Deal #R01259 dated effective as of July 1, 2008 (the "Schedule"), whereby Lessor leases to Lessee ten (10) railcars bearing railroad reporting marks as noted on attached Exhibit A.
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Master Lease and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Pages to Follow]

Each party, pursuant to due corporate authority, has caused this Lease to be executed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this Lease was the free act of the corporation, the foregoing is true and correct and that this Lease was executed on the date indicated below.

LESSEE:

CARGILL, INC.

By: Peter J. Cleary

Printed

Name: Peter J. Cleary

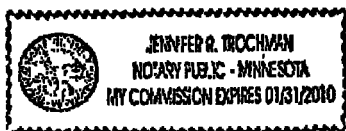
Title: Corporate Rail Fleet Manager

Date: 8/11/08

STATE OF Minnesota

COUNTY OF Hennepin SS:

The foregoing instrument was acknowledged before me this 19th day of August, 2008, by Peter J. Cleary, the Corporate Rail Fleet Manager of Cargill, Inc., a Delaware corporation, on behalf of the corporation.



Jennifer R Trochman
Notary Public

LESSOR:

THE ANDERSONS, INC.

By: Rasesh H. Shah
Printed
Name: Rasesh H. Shah

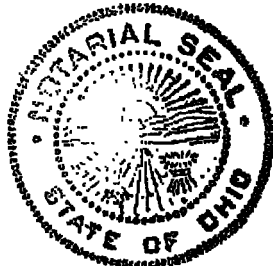
Title: President, Rail Group

Date: 8/22/08

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 22nd day of August, 2008, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.



Julie Ann Finkle
Notary Public

JULIE ANN FINKLE
Notary Public, State of Ohio
Commission Expires 08-30-2010

EQUIPMENT
Cargill, Inc.

Ten (10) Boxcars			
1	BAEX000207	6	BAEX000239
2	BAEX000208	7	BAEX000245
3	BAEX000234	8	BAEX000254
4	BAEX000237	9	BAEX000255
5	BAEX000238	10	BAEX000256

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11/13/08



Robert W. Alvord